

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. Contract ID Code Firm-Fixed-Price		Page 1 Of 12	
2. Amendment/Modification No. P00040		3. Effective Date 2003DEC11		4. Requisition/Purchase Req No. SEE SCHEDULE		5. Project No. (If applicable)	
6. Issued By TACOM WARREN BLDG 231 AMSTA-AQ-ATBD KEITH DEPOORTER (586)574-6301 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: DEPOORTK@TACOM.ARMY.MIL		Code W56HZV		7. Administered By (If other than Item 6) DCMA CHICAGO 1523 WEST CENTRAL ROAD BLDG 203 ARLINGTON HEIGHTS IL 60004-2451		Code S1403A	
				SCD C PAS NONE ADP PT HQ0339			
8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) SYSTEMS & ELECTRONICS INC. 201 EVANS LANE M/S 4500 / CAGE 98255 SAINT LOUIS, MO. 63121-1126 TYPE BUSINESS: Large Business Performing in U.S.				<input type="checkbox"/>		9A. Amendment Of Solicitation No.	
				<input type="checkbox"/>		9B. Dated (See Item 11)	
				<input checked="" type="checkbox"/>		10A. Modification Of Contract/Order No. DAAE07-00-C-S008	
				<input type="checkbox"/>		10B. Dated (See Item 13) 2000MAR17	
Code 98255		Facility Code					
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. Accounting And Appropriation Data (If required) SEE SECTION G							
13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS							
KIND MOD CODE: G It Modifies The Contract/Order No. As Described In Item 14.							
<input type="checkbox"/>		A. This Change Order is Issued Pursuant To: The Contract/Order No. In Item 10A.				The Changes Set Forth In Item 14 Are Made In	
<input type="checkbox"/>		B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).					
<input checked="" type="checkbox"/>		C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:					
<input type="checkbox"/>		D. Other (Specify type of modification and authority)					
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return _____ copies to the Issuing Office.							
14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) SEE SECOND PAGE FOR DESCRIPTION							
Contract Expiration Date: 2005DEC31							
Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. Name And Title Of Signer (Type or print)				16A. Name And Title Of Contracting Officer (Type or print) GREGORY M. DIXON DIXONG@TACOM.ARMY.MIL (586)574-6873			
15B. Contractor/Offeror _____ (Signature of person authorized to sign)		15C. Date Signed		16B. United States Of America By _____ /SIGNED/ (Signature of Contracting Officer)		16C. Date Signed 2003DEC11	
NSN 7540-01-152-8070 PREVIOUS EDITIONS UNUSABLE				30-105-02		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243	

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-00-C-S008 MOD/AMD P00040	Page 2 of 12
Name of Offeror or Contractor: SYSTEMS & ELECTRONICS INC.		

- SECTION A - SUPPLEMENTAL INFORMATION
- The purpose of this modification P00040 is to:
 - Add 50 EACH HEMATs as a Follow-On Priced Option for Increased Quantity for FY04.
 - Price the total available option quantity of 95 EACH HEMATs.
 - Exercise the total available option quantity of 95 EACH HEMATs.
 - SECTION B
 - SLINS 0007BE and 0007BG are added to the contract for a total of 95 each vehicles as set forth and priced on the attached continuation sheets.
 - SLINS 0007BF and 0007BH are added to the contract for corresponding FRET on the 95 each vehicles as explained and priced on the attached continuation sheets.
 - The attached Continuation sheets are to be marked pages B-19e through B-19h and are hereby added to the contract.
 - The Follow-on Option set forth and priced under ELIN 000701 is hereby edited to reflect an increase of 50 EACH vehicles and a revised FY04 unit price of \$72,463.00.
 - SECTION F - The Delivery Schedule now includes the additional 95 each vehicles as shown on the attached page 28 which is hereby substituted for page 28 in the contract.
 - SECTION G - Contract Administration data for this action is set forth on the attached section G which is to marked page G-16 and hereby added to the Contract.
 - SECTION H - Special Provision H-15a has been amended to reflect increased option quantity.
 - The Contractor and the Government hereby release and discharge any further claim for an equitable adjustment for the addition of the 50 each option and exercise of the entire available option quantity of 95 EACH.
 - As a result of this modification, the total contract amount is hereby increased by \$6,883,985 from \$30,010,486 to \$36,894,471.
 - All other terms and condition shall remain unchanged.

CONTINUATION SHEET	Reference No. of Document Being Continued	Page 3 of 12
	PIIN/SIIN DAAE07-00-C-S008MOD/AMD P00040	
Name of Offeror or Contractor: SYSTEMS & ELECTRONICS INC.		

F.1 ~~M989A1~~ HEMAT DELIVERY SCHEDULE

DAAE07-00-C-S008
Page 28

30 DEC 00	2	(FPUI & ILS - May be Shipped in Place after FPUI Approval)	
30 JUN 01	3	(Refurbished APG Test Vehicles)	
30 JUL 01	10		
30 AUG 01	12		
30 SEP 01	9		
30 OCT 01	12		
30 NOV 01	10		
30 DEC 01	9	30 AUG 03	3
30 JAN 02	11	30 SEP 03	10
28 FEB 02	10	30 OCT 03	10
30 MAR 02	10	30 NOV 03	10
30 APR 02	11	30 DEC 03	10
30 MAY 02	7	30 JAN 04	10
		28 FEB 04	10
30 JUN 02	10	30 MAR 04	10
		30 APR 04	10
30 JUL 02	10	30 MAY 04	10
		30 JUN 04	10
30 AUG 02	10	30 JUL 04	10
		30 AUG 04	10
30 SEP 02	10	30 SEP 04	10
		30 OCT 04	4
30 OCT 02	10	30 OCT 04	6*
		30 NOV 04	10*
30 NOV 02	10	30 DEC 04	10*
		30 JAN 05	10*
30 DEC 02	10	28 FEB 05	10*
		30 MAR 05	10*
30 JAN 03	10	30 APR 05	10*
		30 MAY 05	10*
30 FEB 03	10	30 JUN 05	10*
		30 JUL 05	9*
30 MAR 03	9		
30 MAR 03	1		
30 APR 03	10		
30 MAY 03	10		
30 JUN 03	10		
30 JUL 03	10		
30 AUG 03	7		

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-00-C-S008 MOD/AMD P00040	Page 4 of 12
Name of Offeror or Contractor: SYSTEMS & ELECTRONICS INC.		

DAAE07-00-C-S008
Page 29a

H-15a FOLLOW-ON OPTION FOR INCREASED QUANTITY - SEPARATELY PRICED LINE ITEM

- a. The Government hereby reserves the right to increase the quantity of HEMATs by an additional number of units, up to a total of 232 each. The unit prices for such option quantity shall be as set forth in ELIN 000701. This option may be exercised by the Government at any time, but in any event, not later than Jan 30, 2004.
- b. Delivery of HEMATs added by the exercise of this option shall continue immediately after, and at the same rate as, delivery of like items called for under this contract, unless the parties agree otherwise.

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-00-C-S008 MOD/AMD P00040	Page 5 of 12
Name of Offeror or Contractor: SYSTEMS & ELECTRONICS INC.		

*** END OF NARRATIVE A 041 ***

CONTINUATION SHEET	Reference No. of Document Being Continued	Page 6 of 12
	PIIN/SIIN DAAE07-00-C-S008 MOD/AMD P00040	

Page 6 of 12

MOD/AMD P00040

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																		
0007BE	<div>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</div> <div>PRODUCTION QUANTITY</div> <div>NOUN: M989A1 HEMAT TRAILER PRON: P146B0172T PRON AMD: 01 ACRN: AV AMS CD: 51100254001</div> <div>Packaging and Marking</div> <div>Inspection and Acceptance INSPECTION: Origin ACCEPTANCE: Origin</div> <div>Deliveries or Performance DOC SUPPL <table><tr><td>REL CD</td><td>MILSTRIP</td><td>ADDR</td><td>SIG CD</td><td>MARK FOR</td><td>TP CD</td></tr><tr><td>001</td><td>W80SBG3324T017</td><td>Y00000</td><td>M</td><td></td><td>3</td></tr></table><table><tr><td>DEL REL CD</td><td>QUANTITY</td><td>DEL DATE</td></tr><tr><td>001</td><td>45</td><td>31-JUL-2005</td></tr></table></div> <div>FOB POINT: Origin</div> <div>SHIP TO: PARCEL POST ADDRESS (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</div>	REL CD	MILSTRIP	ADDR	SIG CD	MARK FOR	TP CD	001	W80SBG3324T017	Y00000	M		3	DEL REL CD	QUANTITY	DEL DATE	001	45	31-JUL-2005	45	EA	\$ 64,978.00000	\$ 2,924,010.00
REL CD	MILSTRIP	ADDR	SIG CD	MARK FOR	TP CD																		
001	W80SBG3324T017	Y00000	M		3																		
DEL REL CD	QUANTITY	DEL DATE																					
001	45	31-JUL-2005																					

0007BE

SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS

PRODUCTION QUANTITY

45

EA

\$ 64,978.00000

\$ 2,924,010.00

NOUN: M989A1 HEMAT TRAILER

PRON: P146B0172T PRON AMD: 01 ACRN: AV

AMS CD: 51100254001

Packaging and Marking

Inspection and Acceptance

INSPECTION: Origin ACCEPTANCE: Origin

Deliveries or Performance

DOC SUPPL

<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>
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001 W80SBG3324T017 Y00000 M 3

<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>
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001 45 31-JUL-2005

FOB POINT: Origin

SHIP TO: PARCEL POST ADDRESS

(Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE
(SHIP-TO) WILL BE FURNISHED PRIOR
TO THE SCHEDULED DELIVERY DATE FOR
ITEMS REQUIRED UNDER THIS
REQUISITION.

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-00-C-S008 MOD/AMD P00040	Page 7 of 12
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Name of Offeror or Contractor: SYSTEMS & ELECTRONICS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0007BF	<p data-bbox="264 333 579 354"><u>FEDERAL RETAILERS EXCISE TAX</u></p> <p data-bbox="264 415 758 485">NOUN: M989A1 HEMAT TRLR-HARDWARE PRON: P146B0172T PRON AMD: 01 ACRN: AV AMS CD: 51100254001</p> <p data-bbox="264 546 500 567"><u>Packaging and Marking</u></p> <p data-bbox="264 627 545 648"><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p data-bbox="264 730 846 884"> <u>Deliveries or Performance</u> DOC SUPPL REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD 001 W80SBG3324T017 Y00000 M 3 DEL REL CD QUANTITY DEL DATE 001 45 31-JUL-2005 </p> <p data-bbox="264 945 456 966">FOB POINT: Origin</p> <p data-bbox="264 999 779 1148">SHIP TO: <u>PARCEL POST ADDRESS</u> (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</p>	45	EA	\$ 7,485.00000	\$ 336,825.00

Name of Offeror or Contractor: SYSTEMS & ELECTRONICS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0007BG	<p><u>PRODUCTION QUANTITY</u></p> <p>50</p> <p>EA</p> <p>\$ 64,978.00000</p> <p>\$ 3,248,900.00</p> <p>NOUN: M989A1 HEMAT TRAILER PRON: P146B0182T PRON AMD: 01 ACRN: AW AMS CD: 51100254001</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC SUPPL <u>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</u> 001 W80SBG3324T018 Y00000 M 3 <u>DEL REL CD QUANTITY DEL DATE</u> 001 50 31-JUL-2005</p> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</p>	50	EA	\$ 64,978.00000	\$ 3,248,900.00

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-00-C-S008 MOD/AMD P00040	Page 10 of 12
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Name of Offeror or Contractor: SYSTEMS & ELECTRONICS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
000701	<p>FOLLOW-ON PRICED OPTION FOR ADDITIONAL QUANTITY</p> <p>Option Quantity pursuant to Special Provision H.15a entitled Follow-On Priced Option for Increased Quantity</p> <p>The quantity stated for this Option ELIN does not form a part of the basic contract quantity. Part or all of it may, however, be added to the contract by Exercise of the Follow-On Priced Option clause, at the discretion of the Government.</p> <p>Option vehicles are the same description as vehicles under SLIN 0001AA. FOB Origin w/FRET Option Unit Prices are set forth below:</p> <p>\$73,516 for vehicles called-up during FY02 (Oct 01 thru Sep 02). This price includes FRET of \$7,593 and Maintenance of Data \$348.</p> <p>\$71,029 for vehicles called-up during FY03 (Oct 02 thru Jan 03). This price includes FRET of \$7331 and Maintenance of Data \$296.</p> <p>\$72,463 for vehicles called-up during FY04 (Oct 03 thru Jan 04). This price includes FRET of \$7,485 and Maintenance of Data \$302.***</p> <p>***revised by MODIFICATION P00040</p> <p>(End of narrative F001)</p>	232***	ea	See Narative	

Name of Offeror or Contractor: SYSTEMS & ELECTRONICS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEMMIPR	ACRN	OBLG STAT/ JOB ORD NO		PRIOR AMOUNT	INCREASE/DECREASE AMOUNT	CUMULATIVE AMOUNT
0007BE	P146B0172T 51100254001 A14P50011CAA	AV	2 4ZCT01	\$	0.00	\$ 2,924,010.00	\$ 2,924,010.00
0007BF	P146B0172T 51100254001 A14P50011CAA	AV	2 4ZCT01	\$	0.00	\$ 336,825.00	\$ 336,825.00
0007BG	P146B0182T 51100254001 A14P50011CAA	AW	2 4ZCT01	\$	0.00	\$ 3,248,900.00	\$ 3,248,900.00
0007BH	P146B0182T 51100254001 A14P50011CAA	AW	2 4ZCT01	\$	0.00	\$ 374,250.00	\$ 374,250.00
NET CHANGE					\$	6,883,985.00	

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION				ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	AV	21	42035000041C1C04P51100231E1	S2011346B017		W56HZV	\$ 3,260,835.00
Army	AW	21	42035000041C1C04P51100231E1	S2011346B018		W56HZV	\$ 3,623,150.00
NET CHANGE							\$ 6,883,985.00

		PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$	30,010,486.00	\$ 6,883,985.00	\$ 36,894,471.00